

EXHIBIT L

COVINGTON & BURLING LLP

1201 PENNSYLVANIA AVENUE NW
WASHINGTON, DC 20004-2401
TEL 202.662.6000
FAX 202.662.6291
WWW.COV.COM

BEIJING
BRUSSELS
LONDON
NEW YORK
SAN DIEGO
SAN FRANCISCO
SILICON VALLEY
WASHINGTON

EMILY JOHNSON HENN
TEL 650.632.4715
FAX 650.632.4815
EHENN @ COV.COM

May 17, 2012

BY EMAIL

Daniel J. Walker, Esq.
Berger & Montague, P.C.
1622 Locust Street
Philadelphia, PA 19103-6305

**Re: In re High-Tech Employee Antitrust Litigation, 11-cv-2509-
LHK (N.D. Cal.)**

Dear Daniel:

I am writing in response to your May 8, 2012, letter regarding Pixar's production of data from its human resources databases (Doc. Nos. PIX00005969-PIX00005984). As I confirmed in my email to you on May 10, Pixar completed its production of all responsive data that it had identified from its human resources databases on April 18, subject of course to any errors or a misunderstanding of the scope of what Plaintiffs requested.

Turning to the questions you asked in Exhibit 1 to your May 8 letter, this letter should resolve nearly all your questions, though we need some clarification from you as noted below on some of them (specifically, I.D and G.7). We think this is the most efficient way to proceed given your timing concerns. Of course, we reserve the right to amend or supplement these responses, and will do so, should we learn additional or different material information addressing your questions.

COVINGTON & BURLING LLP

Daniel J. Walker, Esq.
May 17, 2012
Page 2

I. Employee Data Questions & Issues Relating to PIX00005973-PIX00005977.

- A. We can confirm that Pixar's data production from its human resources databases includes available employee-level information for all Pixar employees from 2001 to February 1, 2012, regardless of whether their status ever changed.
- B. "FLSA Stat" in PIX00005977 indicates whether an employee is exempt or non-exempt from the Fair Labor Standards Act ("FLSA") overtime pay provisions. "Number" in PIX00005974 and PIX00005975 reflects the unique identifier associated with each grant of stock options for the period before the Disney-Pixar merger or grants through Pixar's long-term incentive program for the post-merger period; its function is administrative.
- C. The field values "BOARD1-BOARD6" in PIX00005974 and PIX00005975 refer to members of Pixar's Board of Directors for the period prior to the acquisition of Pixar by The Walt Disney Company. "x6561" is an error in the database; the correct ID for this employee is 00932. "99999" represents an employee based outside the U.S. who does not have a Pixar employee ID.
- D. We do not understand what you are asking with respect to stock options and restricted stock awards. Please clarify this request.
- E. After reasonably diligent inquiry of persons within Pixar likely to have relevant information, we understand that the field values "ANNUAL," "OTHER," "RANKING," and "WRAP," which appear under the field for "EDUCATION," do not reflect any substantive information.
- F. Where there is no value in the fields identified it is because Pixar has not in the ordinary course of business recorded or maintained such data in the database. The field "NID Hashed" is empty for 10 employees for which Pixar's database did not contain a social security number necessary to create a unique NID Hashed value for that employee.
- G. With respect to your requests for additional information:
 - 1. The "FLSA STAT" field reflects whether an employee is exempt or non-exempt. Pixar objects to Plaintiffs' use of the term salaried as vague and ambiguous, and Plaintiffs have not defined the term. Pixar does not in the ordinary course of business maintain data that categorizes employees as "salaried." Please refer to the Declaration of James M. Kennedy in Support of the Joint Notice of Removal, filed on May 23, 2011 (Dkt. No. 8).

COVINGTON & BURLING LLP

Daniel J. Walker, Esq.

May 17, 2012

Page 3

2. Pixar does not in the ordinary course of its business record or maintain employee evaluations data in its human resources databases.
 3. Pixar had intended to report fields showing an employee's hire date and will supplement its data production with that information.
 4. Pixar does not in the ordinary course of its business maintain data on previous employers of its employees in the employee databases referred to in Section I of your letter. To the extent Pixar maintains such information, it would be found in the "Employer" (PIX00005969) and "Employment History-Company Name" (PIX00005970) fields produced from Pixar's recruiting databases.
 5. Pixar does not in the ordinary course of its business maintain data on the compensation its employees received at their previous employers in the employee databases referred to in Section I of your letter; nor does it in the ordinary course of business maintain this data in its recruiting databases with respect to applicants.
 6. Pixar does not in the ordinary course of its business maintain data on the "channel of hiring" for its employees in the employee databases referred to in Section I of your letter. To the extent Pixar maintains such information, it would be found in the "Employee Referral" (PIX00005969), "Source" (PIX00005969), "Candidates-Source" (PIX00005970) and "Subsource-Referral" (PIX00005972, PIX00005978-PIX00005984) fields produced from Pixar's recruiting databases.
 7. Please explain what you mean by "benefits."
- H. The "ID" field is the same across all files and can be used to cross-reference employee information from different sources.
- I. The amount in "Annual_Rt" reflects only the employee's base salary.
- J. There are a greater number of entries for bonuses in PIX00005973 than in the "Action/Award Monetary" field in PIX00005977 because the data set in PIX00005977 does not include all bonus awards.
- K. The negative bonus amounts in file PIX00005973 reflect bonuses that were either not paid or that were re-issued for what we understand to be administrative reasons.

COVINGTON & BURLING LLP

Daniel J. Walker, Esq.
May 17, 2012
Page 4

II. Hiring and Recruiting Data Questions Relating to PIX-00005969-PIX00005972; PIX00005978; and PIX00005983.

- A. “ROP” as used in PIX00005969 means “Run of Production.” Information in the remaining fields you have identified (“Date 2,” “Date” and “To”) was pulled from the File Maker Pro database, which Pixar stopped using in 2005, when it switched to PeopleSoft for recruiting purposes. Based on reasonably diligent inquiry of persons within Pixar most likely to have relevant information, we have not been able to determine the meaning of the data in those fields.
- B. Pixar will supplement its data production to include employment history that corresponds with the data produced in PIX00005972, PIX00005978, and PIX00005983. With that exception, to the extent the fields you have identified do not appear in files PIX00005972, PIX00005978, and PIX00005983, Pixar does not in the ordinary course of its business record or maintain the information in its recruiting databases. As noted in response to I.G.6, the “Subsource-Referral” field provides information about the source of some applications.
- C. Please confirm that your question refers to PIX00005969, rather than PIX0005960, as written. To the extent the fields you have identified do not appear in file PIX00005969, Pixar does not in the ordinary course of business record or maintain the information in its recruiting databases. As noted in response to I.G.6, the “Source” field provides information about the source of some applications.
- D. To the extent the fields you have identified do not appear in files PIX00005970 and PIX00005971, Pixar does not in the ordinary course of business record or maintain the information in its recruiting databases. As noted in responses to I.G.6, the “Candidates-Source” field provides information about the source of some applications.
- E. It is our understanding that PIX00005970 and PIX00005971 contain information about the same applicants. We will supplement our production with unique applicant IDs.
- F. Pixar does not in the ordinary course of its business maintain the information you have identified in its recruiting databases.

We will supplement our data production as described above as soon as possible. In the meantime, please let me know if you have any questions.

COVINGTON & BURLING LLP

Daniel J. Walker, Esq.
May 17, 2012
Page 5

Sincerely,


Emily Johnson Henn

cc: Dean Harvey